

Soo Line Railroad Company



RECORDATION NO. 8917 Filed 1425

NOV 4 1987 - 1 10 PM

INTERSTATE COMMERCE COMMISSION
November 1, 1987

Soo Line Building
Box 530
Minneapolis, Minnesota 55440
(612) 337-7639

JEAN L. FINDORFF
Corporate Attorney

7-308A050

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

No. 7-308A050
NOV 4 1987
Date NOV 4 1987
Fee 8.10 00
ICC Washington, D. C.

Attention: Documents for Recordation

Dear Ms. McGee:

I have enclosed an original and two counterparts of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Release of Certain Equipment under Agreement and Lease, a secondary document, dated October 11, 1987. The primary document to which this is connected is the Soo Line Railroad Equipment Trust of 1977, which is recorded under Recordation No. 8917.

The names and address of the parties to the documents are as follows:

Trustee-Lessor-Vendor is First National Bank of Minneapolis, 220 South Sixth Street, Tenth Floor, Minneapolis, Minnesota 55480.

Lessee is Soo Line Railroad Company, 1000 Soo Line Building, P.O. Box 530, Minneapolis, Minnesota 55440.

A description of the equipment covered by the document follows:

Ninety-seven 50-foot 100-ton single sheathed box cars with end-of-car cushions, 10-foot plug doors and lading strap anchors. Soo Line road numbers 19172-19203, both inclusive, 19205-19220, both inclusive, 19222-19225, both inclusive, 19227-19271, both inclusive.

Ms. Noreta R. McGee
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One 50' 100-ton single sheathed box car with end-of-car cushions, 10-foot plug doors and lading strap anchors. Soo Line road number 19374.

A fee of \$10.00 is enclosed. Please return the original and the extra two copies showing pertinent recordation information to:

Jean L. Findorff
Corporate Attorney
Soo Line Railroad Company
Suite 1000
P.O. Box 530
Minneapolis, Minnesota 55440

A short summary of the document to appear in the index follows:

Release of Certain Equipment under Agreement and Lease, between First National Bank of Minneapolis, Trustee-Lessor-Vendor, Tenth Floor, 220 South Sixth Street, Minneapolis, Minnesota 55480 and Soo Line Railroad Company, Lessee, 1000 Soo Line Building, P.O. Box 530, Minneapolis, Minnesota 55440, dated October 11, 1987 and covering ninety-seven 50-foot 100-ton single sheathed box cars with end-of-car cushions, 10-foot plug doors and lading strap anchors. SOO 19172-19203, both inclusive, 19205-19220, both inclusive, 19222-19225, both inclusive, 19227-19271, both inclusive and one 50' 100-ton single sheathed box car with end-of-car cushions, 10-foot plug doors and lading strap anchors. SOO 19374.

Thank you for your cooperation.

Very truly yours,

Jean L. Findorff

ICC OFFICE OF
THE SECRETARY
NOV 4 1 00 PM '87
MOTOR OPERATING UNIT

JLF/smh
Enclosures

JLFL.138

RELEASE OF CERTAIN EQUIPMENT UNDER AGREEMENT AND LEASE

RECORDATION NO. 871213
NOV 4 1987 - 1 10 PM
INTERSTATE COMMERCE COMMISSION

This Release of Certain Equipment under Agreement and Lease, dated October 11, 1987, by and among First National Bank of Minneapolis, which assumed the duties of the Vendors, (hereinafter called "Vendors"), Soo Line Railroad Company, a corporation organized and existing under the laws of the State of Minnesota, with principal office and place of business in the Soo Line Building, City of Minneapolis, Minnesota (hereinafter called "Company"), and First National Bank of Minneapolis a national banking association duly incorporated and existing under the laws of the United States of America, with its office in the City of Minneapolis, Minnesota (hereinafter called "Trustee"), WITNESSETH:

WHEREAS, Vendors, Company and Trustee are parties to the Agreement and Lease both dated August 1, 1977 (known as the Soo Line Equipment Trust of 1977), and the certain Supplemental Lease of Railroad Equipment dated July 1, 1978 and the Amendment to Supplemental lease of Railroad Equipment dated February 26, 1980, covering certain equipment;

WHEREAS, Article Seventh of the Lease gives the Company the authority to declare equipment unusable or unsuitable for its use, and the Trustee will cause the equipment to be released and sold and receive the proceeds in Trust;

WHEREAS, the Company has given the required notifications and made the required deposit; and

WHEREAS, by an Agreement dated June 16, 1986, the original Vendors resigned and transferred all their obligations and duties under the Trust to the Trustee;

NOW THEREFORE, the parties hereto do hereby agree as follows:

Trustee and Vendors hereby release any and all liens, encumbrances, claims of ownership or other claims of every sort and nature which they have or may have against the following described equipment and such equipment shall not be subject to the terms of the Agreement or Lease after this date:

Ninety-seven 50-foot 100-ton single sheathed box cars with end-of-car cushions, 10-foot plug doors and lading strap anchors. Soo Line road numbers 19172-19203, both inclusive, 19205-19220, both inclusive, 19222-19225, both inclusive, 19227-19271, both inclusive.

One 50' 100-ton single sheathed box car with end-of-car cushions, 10-foot plug doors and lading strap anchors. Soo Line road number 19374.

IN WITNESS WHEREOF, Company and Trustee have caused this instrument to be executed in their respective names by their respective officers, thereunto duly authorized, and their respective corporate seals to be hereunto affixed and duly attested.

ATTEST:

SOO LINE RAILROAD COMPANY.

Terisa A. Keener
Its Secretary
Assistant

By H. Rindessen
Its Vice President
Equipment Management

ATTEST:

FIRST NATIONAL BANK OF
MINNEAPOLIS AS TRUSTEE
AND VENDOR

B. L. Reed
Assistant Secretary

By Robert J. [Signature]
2 St. U. P.

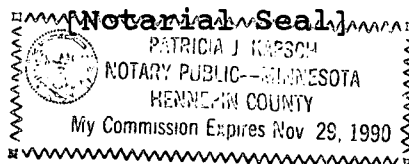
ACKNOWLEDGMENTS

TRUSTEE/LESSOR/VENDOR

STATE OF MINNESOTA)) ss.
COUNTY OF HENNEPIN)

On this 11 day of October, 1987, before me personally appeared MATTHEW P. WAGNER, to me personally known, who being by me duly sworn, says that he is the SP VICE PRESIDENT of First National Bank of Minneapolis ("Bank"), that said instrument was signed on behalf of Bank by Authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of Bank.

Patricia Kapsch
Notary Public
My commission expires



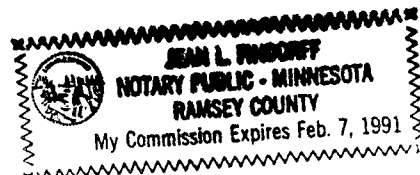
SOO LINE RAILROAD COMPANY

STATE OF MINNESOTA) ss.
COUNTY OF HENNEPIN)

On this 11 day of October, 1987, before me personally appeared D. J. Andersen, to me personally known, who being by me duly sworn, says that she is the Vice President - Equipment Management of Soo Line Railroad Company ("Soo"), that said instrument was signed on behalf of Soo by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of Soo.

Glenn L. Findorff
Notary Public
My commission expires

[Notarial Seal]



JLF.062